

**BYLAWS
CARTERET COUNTY
TOURISM DEVELOPMENT AUTHORITY**

**January 2, 2002 – Originated
January 31, 2008 - Amended**

**ARTICLE I
GENERAL**

- Section 1. **NAME:** This Board shall be known as the Carteret County Tourism Development Authority.
- Section 2. **PURPOSE:** The Carteret County Tourism Development Authority is organized to promote tourism and conventions and increase visitation to Carteret County.

The Tourism Development Authority was created and is appointed by the Carteret County Board of Commissioners in accordance with local legislation approved by the North Carolina General Assembly on August 20, 2001 (Chapter 171, House Bill 698).

**ARTICLE II
MEMBERSHIP**

- Section 1. **MEMBERS:** As authorized by the General Assembly, the Tourism Development Authority shall be made up of nine members:
- a) Two members of the Carteret County Chamber of Commerce
 - b) Two members of the Crystal Coast Hotel/Motel Association
 - c) Two members of the Carteret County Board of Realtors
 - d) One Carteret County Commissioner
 - e) One Carteret County Mayor
 - f) One at-large member

Nominees of the Chamber of Commerce, Hotel/Motel Association, and Board of Realtors shall be collectors of the room occupancy tax. Individuals listed above (d,e,f) shall be appointed by the County Commissioners and shall be dedicated to the promotion of travel and tourism in Carteret County.

- Section 2. **TERMS:** After initial terms have been set, all appointments will be for a three-year term. Any vacancy will be filled for the remaining unexpired term. No member shall serve more than two (2) consecutive, three-year terms.
- Section 3. **VACANCIES:** Upon vacancy on the Authority, the appropriate nominating agency shall nominate an individual and remit the name (or names) to the Carteret County Board of Commissioners for review and approval.

- Section 4. **A. REMOVAL OF A MEMBER:** If any member misses three (3) consecutive meetings, the Authority may notify the nominating agency and the nominating agency can recommend the member be replaced.
- B. REMOVAL OF AN OFFICER:** Any officer can be removed from his/her elected office by two-thirds (2/3) majority vote of the entire Board.
- Section 5. **VOTING RIGHTS:** Each member in good standing, including Chairman, shall be entitled to one vote on each matter submitted to the vote of the members. Assignment of voting privileges is not permitted (no proxies).
- Section 6. **EX-OFFICIO MEMBERS:** The Carteret County Manager shall serve as a non-voting ex-officio member and, effective August 1997, the immediate past chairman shall serve as a non-voting ex-officio member.
- Section 7. **COMPENSATION:** Members shall serve without compensation but may be reimbursed for expenses in connection with the performance of their duties at the same rate that Carteret County government allows.
- Section 8. **INDEMNIFICATION:** The Authority shall indemnify any person who was, or is, a party, or is threatened to be made a party to any civil, criminal, administrative, or investigative action (other than an action by, or in the right of, the Authority) by reason of the fact that he/she is, or was, serving at the request of the Authority as a member or agent of another corporation or other enterprise, against expenses, including attorney's fees, judgments, fines and amounts paid in settlement by him/her in connection with such action, suit, or proceeding, if acting in good faith and in a manner believed to be in the best interest of the Authority, and with respect to any criminal action or proceeding, had no reasonable cause to believe his/her action was unlawful.
- Section 9. **POLICY:** The Authority shall determine all policies under which the Authority operates, in accordance with State law and legislation creating the Authority. The Authority may contract with any person, firm, corporation, or agency to advise and assist it in the development of programs for the promotion of travel, tourism, and conventions and may do so as an Authority upon majority vote of membership present.

ARTICLE III MEETINGS OF MEMBERS

- Section 1. **MEETINGS:** The Authority shall meet regularly each month on the day, place, and time designated by the Chairman. Special meetings may be called by the Chairman or a majority of the membership, giving proper notice of time, location, and purpose to each member and the news media.

- Section 2. **OPEN MEETINGS:** All meetings of the Authority, whether regular or special, shall be announced and open to the public, provided that executive sessions may be held in accordance with the North Carolina General Statutes.
- Section 3. **QUORUM:** At any meeting of the Authority, the presence of five (5) members shall constitute a quorum for the transaction of business. If a quorum is not present, a majority of those members present may adjourn the meeting.
- Section 4. **MINUTES:** The minutes of all meetings of the Authority shall be kept and sent to the members prior to the next regular meeting.

ARTICLE IV OFFICERS

- Section 1. **ELECTIONS OF OFFICERS:** There shall be elected from the members of the Authority a Chairman and Vice-Chairman, each initially serving a one (1) year term. Thereafter, all terms shall be for two (2) years. All future terms shall begin January 1 of the appropriate year with elections held the preceding month.
- Section 2. **TREASURER:** The Authority shall employ a finance officer/treasurer.

ARTICLE V DUTIES OF THE OFFICERS

- Section 1. **CHAIRMAN:** The Chairman shall preside at all regular and special meetings of the Authority. He/she shall appoint committees when necessary, sign contracts and instruments of the Authority as authorized by the Authority, and shall perform other duties as may be specified by these bylaws.
- Section 2. **VICE-CHAIRMAN:** The Vice-Chairman shall perform such duties as the Authority or the Chairman may assign. In the absence of the Chairman, the Vice-Chairman shall preside at the meetings of the Authority and perform other duties and responsibilities of the Chairman.
- Section 3. **SECRETARY:** The Authority's Administrative Assistant shall perform this duty and others as assigned by the Authority.
- Section 4. **TREASURER:** The Treasurer shall review and approve or disapprove expenditures and orders for disbursement of funds. The books of the Authority shall have a certified audit at the end of each fiscal year by a CPA. The Treasurer shall work with the Chairman to carry the financial policies adopted by the Authority. The Treasurer shall report to the Authority at each regular meeting.

ARTICLE VI COMMITTEES

Each committee shall consist of not more than four (4) members of the Authority. The active and temporary committees and committee members are appointed by the Chairman.

ARTICLE VII FINANCES

- Section 1. **FISCAL YEAR:** The fiscal year for the Authority shall begin on July 1 and end June 30 of the subsequent calendar year.
- Section 2. **DISBURSEMENTS:** All disbursement checks shall contain two signatures. The Chairman, Vice-Chairman, and the Treasurer shall have authority to sign checks.
- Section 3. **DEPOSITS:** All funds of the Authority in excess of \$100.00 shall be deposited daily to the credit of the Authority in such banks or depositories as the Authority may select.
- Section 4. **GIFTS:** The Authority may accept on behalf of the Authority any contribution, gift, bequest, or device for the purpose of the Authority.
- Section 5. **FISCAL COMPLIANCE:** All matters of fiscal control shall be in accordance with those of Carteret County and the General Statutes of the State of North Carolina.

ARTICLE VIII MISCELLANEOUS

- Section 1. **DISSOLUTION:** Any funds remaining in the account of the Authority, if the Authority is dissolved, shall at the end of the fiscal year revert to Carteret County.
- Section 2. **CONFLICT OF INTEREST:** No member or agent of the Authority shall be involved, either directly or indirectly, in any contract with the Authority.
- Section 3. **AMENDMENTS:** These bylaws, or any part thereof, may be amended by a two-thirds affirmative vote of the members of the Authority present and voting, provided a quorum is present.

Adopted on this, the 31st day of January, 2008.

Chairman

Administrative Assistant